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*Counsel for the Board of Each of PG&E Corporation and
Pacific Gas and Electric Company and for Certain
Current and Former Independent Directors*

UNITED STATES BANKRUPTCY COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN FRANCISCO DIVISION

In re:

PG&E CORPORATION.

- and -

**PACIFIC GAS AND ELECTRIC
COMPANY,**

Debtors.

- Affects PG&E Corporation
- Affects Pacific Gas and Electric Company
- Affects both Debtors

**All papers shall be filed in the Lead Case No. 19-30088 (DM).*

Bankruptcy Case
No. 19-30088 (DM)

Chapter 11

(Lead Case)

(Jointly Administered)

**NOTICE OF FIFTH SUPPLEMENTAL
DECLARATION OF KATHRINE A.
MCLENDON RELATING TO THE
RETENTION OF SIMPSON THACHER &
BARTLETT LLP AS COUNSEL FOR THE
BOARD OF DIRECTORS OF EACH OF
PG&E CORPORATION AND PACIFIC
GAS AND ELECTRIC COMPANY AND
FOR CERTAIN CURRENT AND FORMER
INDEPENDENT DIRECTORS PURSUANT
TO ORDER ENTERED MAY 10, 2019
[DOCKET NO. 1979]**

1 On May 10, 2019, this Court entered the *Order Authorizing Debtors to Pay the Fees and*
2 *Expenses of Simpson Thacher & Bartlett LLP Pursuant to 11 U.S.C. § 327(e) as Counsel to the*
3 *Board of Directors of Each of PG&E Corporation and Pacific Gas and Electric Company and*
4 *Pursuant to 11 U.S.C. § 363 as counsel to Certain Current and Former Independent Directors*
5 *[Docket No. 1979].*

6 **PLEASE TAKE NOTICE** that, attached hereto as **Exhibit 1** is the fifth supplemental
7 declaration of Kathrine A. McLendon submitted as a supplement to the *Declaration of Michael*
8 *H. Torkin in Support of the Motion Pursuant to 11 U.S.C. § 363 Authorizing the Debtors to Pay*
9 *the Fees and Expenses of Simpson Thacher & Bartlett LLP as Counsel to the Independent*
10 *Directors of PG&E Corp. [Docket No. 1183] (the “**Torkin Declaration**”), the *Supplemental**

11 *Declaration of Michael H. Torkin in Support of the Motion Pursuant to 11 U.S.C. § 363*

12 *Authorizing the Debtors to Pay the Fees and Expenses of Simpson Thacher & Bartlett LLP as*

13 *Counsel to the Independent Directors of PG&E Corp. (As Modified As Described Herein)*

14 *[Docket No. 1802] (the “**Supplemental Torkin Declaration**”), the *Second Supplemental**

15 *Declaration of Michael H. Torkin Relating to the Retention of Simpson Thacher & Bartlett LLP*

16 *as Counsel for the Board of Directors of Each of PG&E Corporation and Pacific Gas and*

17 *Electric Company and for Certain Current and Former Independent Directors Pursuant to*

18 *Order Entered May 10, 2019 [Docket No. 3171] (the “**Second Supplemental Torkin***

19 ***Declaration**”), the *Third Supplemental Declaration of Nicholas Goldin Relating to the Retention**

20 *of Simpson Thacher & Bartlett LLP as Counsel for the Board of Directors of Each of PG&E*

21 *Corporation and Pacific Gas and Electric Company and for Certain Current and Former*

22 *Independent Directors Pursuant to Order Entered May 10, 2019 [Docket No. 5668] (the “**Third***

23 ***Supplemental Goldin Declaration**”) and the *Fourth Supplemental Declaration of Nicholas**

24 *Goldin Relating to the Retention of Simpson Thacher & Bartlett LLP as Counsel for the Board of*

25 *Directors of Each of PG&E Corporation and Pacific Gas and Electric Company and for Certain*

26 *Current and Former Independent Directors Pursuant to Order Entered May 10, 2019 [Docket*

27 *No. 8552] (the “**Fourth Supplemental Goldin Declaration**”). The fifth supplemental*

28 *declaration provides updated disclosures with respect to the Schedules annexed to the Torkin*

1 Declaration, as supplemented by the Supplemental Torkin Declaration, the Second Supplemental
2 Torkin Declaration, the Third Supplemental Goldin Declaration, and the Fourth Supplemental
3 Declaration.

4 Dated: September 23, 2020

5 /s/ Jonathan C. Sanders
6 Jonathan C. Sanders
7 Simpson Thacher & Bartlett LLP
8
9 *Counsel for the Board of Each of PG&E
Corporation and Pacific Gas and Electric
Company and for Certain Current and Former
Independent Directors*